FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL									
OMB Number: 3235-0287									
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	ss of Reporting Perso	on*	2. Issuer Name and Ticker or Trading Symbol HOST HOTELS & RESORTS, INC. [HST]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
MARRIOTT RICHARD E				X	Director	10% Owner		
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	x	Officer (give title below)	Other (specify below)		
6903 ROCKLEDGE DRIVE		(,	11/20/2008	Chairman of the Board				
SUITE 1500								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing	(Check Applicable		
BETHESDA	MD	20817		X	Form filed by One Repo	orting Person		
					Form filed by More than Person	One Reporting		
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	Amount (A) or (D)		Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	11/20/2008		Р		100,000	A	\$4.996	5,471,416	D		
Common Stock - Other	11/20/2008		J ⁽¹⁾		1,400	A	\$0	1,303,066	I	by Partnershij	
Common Stock - Retirement Shares								1,800	D		
Common Stock - SpTrstee								505,413	I	by Trust	
Common Stock - Spouse								75,364	I	by Spouse	
Common Stock - Trust 03								136,739	I	by Trust	
Common Stock - Trust 04								125,480	I	by Trust	
Common Stock - Trust 05								100,036	I	by Trust	
Common Stock - Trust 06								136,739	I	by Trust	
Common Stock - Trust 07								107,282	I	by Trust	
Common Stock - Trust 08								71,783	I	by Trust	
Common Stock - Trust 09								122,283	I	by Trust	
Common Stock - Trust 10								136,788	I	by Trust	
Common Stock - Trust 11								77,117	I	by Trust	
Common Stock - Trust 12								70,770	I	by Trust	
Common Stock - Trust 13								56,420	I	by Trust	
Common Stock - Trust 14								77,117	I	by Trust	
Common Stock - Trust 15								60,515	I	by Trust	
Common Stock - Trust 16								40,485	I	by Trust	
Common Stock - Trust 17								68,967	I	by Trust	
Common Stock - Trust 18								77,139	I	by Trust	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Titl Deriv Secu (Instr	tive Convers	se (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

		Ta	ble II - Deriva (e.g., p					ired, Disp options, o			lor r	y Owned			
1. Title of Derivative	2. Conversion	3. Transaction	3A. Deemed	C ode		(6A)Nu	m(160e)r	6xDectiesEbakero	isDatatle and			8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature
Beplanation	of Respises	e (s Month/Day/Year)	Fexecution Date, if any (Month/Day(Year) her account due to a	Code	Instr.	Acqui Acqui (A) of Dispo of (D)	r osed) 1. 3, 4	(Month/Day/N	/ear) ve been previc <u>By</u> <u>Ri</u>	/ <u>: Eliza</u> chard l	ties ying bred by repo beth A. A E. Marriot	Security (Instr. 5) ortung person	Securities Beneficially Owned	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
Reminder: F	eport on a se	parate line for eacl	h class of securities	benefic	cially ov	wned c	lirectly	or indirectly.							
* If the form	is filed by mo	e than one reporti	ng person, see Inst	ruction 4	4 (b)(v)	-									
1			facts constitute Fe which must be man	1							• • •				
Persons wh	o respond to	the collection of	information cont	ained in	this fo	rm ar	e not i	equired to re		ss the f	o xm displa or Number	iys a currer	tly valid OMB I	lumber.	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	of Shares				